

COVINGTON & BURLING LLP

BEIJING BRUSSELS LONDON NEW YORK
SAN DIEGO SAN FRANCISCO SEOUL
SHANGHAI SILICON VALLEY WASHINGTON

MACE ROSENSTEIN

1201 PENNSYLVANIA AVENUE, NW
WASHINGTON, DC 20004-2401

T 202.662.5460
mrosenstein@cov.com

September 29, 2014

Electronic Filing

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street SW
Washington, D.C. 20554

Re: *Applications of Comcast Corporation and Time Warner Cable Inc., Charter Communications Inc. and SpinCo, for Consent to Assign Licenses or Transfer Control of Licensees, MB Docket No. 14-57*

Applications of AT&T, Inc. and DIRECTV for Consent to Assign Licenses or Transfer Control of Licensees, MB Docket No. 14-90

Dear Ms. Dortch:

CBS Corporation, Discovery Communications, Scripps Networks Interactive, Inc., The Walt Disney Company, Time Warner Inc., Twenty First Century Fox, Inc., Univision Communications Inc. and Viacom Inc., and (collectively, the “Content Companies”) hereby jointly respond to the Media Bureau’s Public Notice, DA 14-1383, released on September 23, 2014 (as modified by Public Notice, DA 14-1406, rel. Sept. 26, 2014), in the referenced proceedings (the “Proceedings”).

The Content Companies previously have advised the Commission that the Joint Protective Orders adopted in the Proceedings are insufficient to protect the confidentiality of certain proprietary business materials, including (1) affiliation and distribution agreements between the transaction parties and the Content Companies; (2) narrative descriptions of certain provisions of those agreements; and (3) documents and data pertaining to the negotiation of those agreements (collectively, “Highly Sensitive Materials”). For the reasons set forth in their September 23, 2014, submission in this matter, the Content Companies continue to believe that the confidentiality of Highly Sensitive Materials can be ensured only if they are placed in the custody of the Department of Justice and are made available for review only by Commission personnel. The Content Companies also have commented on the desirability and feasibility of protective measures that could be adopted in conjunction with the segregated review process described above if and only to the limited extent necessary to enable the Commission to refer to any such materials in its written decisions in the Proceedings.

COVINGTON & BURLING LLP

Marlene H. Dortch
September 29, 2014
Page 2

Notwithstanding participation by any of the Content Companies individually in the Proceedings, they collectively enter their appearance here for the purpose of preserving their rights with respect to the subject matter of the September 23, 2014, Public Notice.

Please direct any questions regarding this matter to the undersigned.

Respectfully submitted,

/s/

Mace Rosenstein

cc: Vanessa Lemmé
Ty Bream
William Dever
Jim Bird